



Safety Codes Council

Bylaws

Consolidated and Amended

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1. Introduction

1.1. Name of the Council

The name of the *Council* is the Safety Codes *Council*, as established under the *Act*.

1.2. The Bylaws

The following articles establish the *Bylaws* of the *Council* made pursuant to Section 19 of the *Act*.

1.3. Structure of the Council

The *Council* shall consist of the *Chair*, the *Board*, the *Technical Coordinating Committee*, the *Sub-Councils* and any *Members* appointed by the *Minister* or the *Board* as set out in the *Act*.

2. Defining and Interpreting the Bylaws

2.1. Definitions

In these *Bylaws*, the following words have these meanings.

- 2.1.1. *Act* means the *Safety Codes Act, R. S. A. 2000, Chapter S-1* as amended.
- 2.1.2. *Administrative Tribunal* means a division of the *Council* designated by the *Chair* of the *Council* or the chair of a technical *Sub-Council* to hear an appeal.
- 2.1.3. *Authority* means the Alberta Safety Codes Authority established under section 30.1 of the *Act*.
- 2.1.4. *Annual General Meeting* means the *Annual General Meeting* described in article 5.5 of these *Bylaws*.
- 2.1.5. *Board* means the *Board* of Directors of the *Council* established under section 16.1(1)(a) of the *Act*.
- 2.1.6. *Bylaws* means the rules governing the operation of the *Council* as amended from time to time.
- 2.1.7. *CEO* means the President and Chief Executive Officer engaged by the *Board* to manage the affairs of the *Council*.
- 2.1.8. *Chair* means the *Member* appointed by the *Minister* to chair the *Council* and the *Board*.
- 2.1.9. *Committee* means a standing body established under these *Bylaws* to provide advice to the *Council*, the *Board*, the *Technical Coordinating Committee* or a *Sub-Council*.

- 2.1.10. *Coordinator of Appeals* means the *Council* employee designated by the *CEO* to receive and coordinate all appeals.
- 2.1.11. *Council* means the Safety Codes *Council* established under section 16 of the *Act*.
- 2.1.12. *Mail* means circulation and delivery of documentation and information by pre-paid postage mail, registered mail, courier, fax, e-mail, or other electronic means.
- 2.1.13. *Majority* means not less than fifty percent plus one of the *Members* entitled to vote, and voting, at a *Meeting*.
- 2.1.14. *Mandate Document* means an agreement between the *Council* and the *Minister* setting out the relationship between the parties and the accountability framework, including their roles, responsibilities, duties and expectations, and a process for reaffirmation of this document.
- 2.1.15. *Meeting* includes meetings of the *Board*, *Technical Coordinating Committee*, *Sub-Councils*, *Committee*, and working group meetings, but does not include the *Annual General Meeting* or *Special Meeting*.
- 2.1.16. *Member* means a person appointed to a position on the *Council* by either the *Minister*, or the *Board*.
- 2.1.17. *Minister* means the *Minister* determined under section 16 of the *Government Organization Act* as the *Minister* responsible for the *Act*.
- 2.1.18. *Secretary* means the *CEO* when acting as *Secretary* to the *Board*, as referenced in article 6.5.3 herein, or the *Technical Coordinating Committee*.
- 2.1.19. *Special Meeting* means a meeting of the *Council* called by the *Chair* that is not a *Meeting*, as defined in these *Bylaws*, or the *Annual General Meeting*.
- 2.1.20. *Sub-Council* means a formal body established under section 16.1(3) of the *Act* to provide technical or policy advisory guidance to the *Board* or *Technical Coordinating Committee*.
- 2.1.21. *Technical Coordinating Committee* means a formal body established under article 7 of these *Bylaws* to consider technical recommendations from the *Sub-Councils* before referral to the *Board*.
- 2.1.22. *Vice-Chair* means one or more *Board Members* elected by the *Board* as alternates to the *Chair*.

2.2. Interpretation

The following rules must be applied when interpreting these *Bylaws*.

- 2.2.1. Words and expressions defined in the *Act* have the same meanings when used in these *Bylaws*.
- 2.2.2. Words importing the singular include the plural and vice versa, and words importing a male person include a female person and vice versa.
- 2.2.3. Words importing persons include individuals, bodies corporate, partnerships, trusts, unincorporated organizations and personal representatives.
- 2.2.4. Headings are for convenience only. They do not affect the interpretation of these *Bylaws*.
- 2.2.5. These *Bylaws* shall be interpreted broadly and generously.
- 2.2.6. All words in the paragraph text of these *Bylaws* that use an *Italic* font with the first letter capitalized are defined terms in these *Bylaws*, or, the title of a statute.

3. Business of the Council

3.1. Head Office

- 3.1.1. The head office of the *Council* shall be located in Edmonton, Alberta.

3.2. Corporate Seal

- 3.2.1. The *Council* may have a corporate seal which shall bear the name of the Safety Codes Council and be in such form as may be determined by the *Board*.
- 3.2.2. The corporate seal, if any, shall be in the custody of the *Secretary, CEO* or of such person as the *Board* may determine.

3.3. Financial Year

- 3.3.1. The financial year of the *Council* shall begin on January 1 and end on December 31 in each year, unless otherwise determined by resolution from time to time by the *Board*.

3.4. Banking Arrangements

- 3.4.1. The banking business of the *Council* including, without limitation, the borrowing of money and the giving of security therefor, shall be transacted with such banks, trust companies or other bodies corporate or organizations as may from time to time be authorized by the *Board*.

- 3.4.2. Such banking business or any part thereof shall be transacted under such agreements, instructions and delegations of powers as the *Board* may from time to time prescribe or authorize.

4. Members of Council

4.1. Membership

- 4.1.1. The *Council* shall consist of *Members* appointed by the *Minister* or the *Board*, as provided for in section 16 of the *Act*.
- 4.1.2. When a *Member of Council* retires or ceases to represent the organization which nominated them, the *CEO* will advise the *Minister* or the nominating organization so that a successor can be nominated.

4.2. Code of Conduct and Ethics and Oath of Confidentiality

- 4.2.1. Each *Member* is required to execute and abide by the *Council's* Code of Conduct and Ethics.
- 4.2.2. *Board Members* shall also take an Oath of Confidentiality.

4.3. Removal of a Member

- 4.3.1. If a *Member* appointed by the *Board* is absent without reasonable cause from three (3) consecutive *Meetings* or fails to respond to three (3) consecutive *Mail* ballots, that *Member* will be deemed to have resigned and their seat shall be declared vacant upon the passage of a resolution of the *Board* to that effect.
- 4.3.2. If a *Member* appointed by the *Minister* is absent without reasonable cause from three (3) consecutive *Meetings* or fails to respond to three (3) consecutive *Mail* ballots, the *Board* may, upon passage of a resolution, request the *Minister* to rescind the appointment of that *Member* and to appoint a person in their place and stead.
- 4.3.3. Should any *Member* fail to abide by the Code of Conduct and Ethics, the *Board* will inquire into the circumstances to resolve the issue, and where appropriate, take such action as may reasonably be necessary including action that may result in the removal of the *Member*. Where the *Member* has been appointed by the *Minister*, the *Board* shall upon passage of a resolution, recommend corrective action to the *Minister* that could include a recommendation for the removal of the *Member*.

- 4.3.4. Should any *Board Member* fail to uphold the Oath of Confidentiality, the *Board* will inquire into the circumstances to resolve the issue, and where appropriate, take such action as may reasonably be necessary including action that may result in the removal of the *Board Member*. Where the *Board Member* has been appointed by the *Minister*, the *Board* shall upon passage of a resolution, recommend corrective action to the *Minister* that could include a recommendation for the removal of the *Board Member*.

5. Council Meetings

5.1. Quorum

- 5.1.1. A quorum of the *Council* for the *Annual General Meeting* or a *Special Meeting* is one third (1/3) of the *Members of Council*, as a whole at the time that the meeting occurs.
- 5.1.2. A quorum of the *Board*, the *Technical Coordinating Committee*, a *Sub-Council* or other *Committee* is a majority of the *Members* of that respective body.
- 5.1.3. The chair of the *Technical Coordinating Committee* shall be counted for the purposes of determining quorum for *Meetings of the Board*.
- 5.1.4. A quorum of an *Administrative Tribunal* is three (3) of the *Members* selected for the *Administrative Tribunal*.

5.2. Voting

- 5.2.1. *Board Members* appointed to their positions may vote on issues which are binding on the *Council*.
- 5.2.2. *Members of Council* appointed to serve on the *Technical Coordinating Committee*, or a *Sub-Council* may vote on:
- 5.2.2.1. approval or amendments to the *Bylaws*, and
 - 5.2.2.2. recommendations to be made to the *Board* or the *Technical Coordinating Committee* specific to a *Sub-Council's* role.
 - 5.2.2.3. matters within the scope of their duties and responsibilities.
- 5.2.3. The chair of the *Technical Coordinating Committee* is a voting member of the *Board*.
- 5.2.4. The *CEO* shall not vote on any *Council* matters put before the *Board*, the *Technical Coordinating Committee*, a *Sub-Council*, a *Committee*, an *Annual General Meeting* or a *Special Meeting*.

- 5.2.5. The *Chair* shall not vote on matters that come before a standing *Committee* of the *Board*, and only votes to break a tie on matters before the *Board*.
 - 5.2.6. Before a matter is put to a vote, *Members* will be provided the opportunity to question, discuss and advocate for or against the motion.
 - 5.2.7. A *Member* may request their negative vote and the reason for it to be recorded in the minutes.
 - 5.2.8. A chair may call a vote by *Mail* ballot to resolve a matter without calling a *Meeting*.
 - 5.2.8.1. The *Mail* ballot shall be in a form that clearly sets out the matter at issue and what is being voted on (negative or affirmative).
 - 5.2.8.2. At least seven (7) days shall be allowed for the return of the *Mail* ballot from the date of its circulation.
 - 5.2.8.3. A resolution passed by a vote by *Mail* ballot is as valid as if it had been passed at a *Meeting*.
 - 5.2.8.4. The results of a *Mail* ballot will be reported at the next *Meeting* of that respective body.
- 5.3. General Council Meeting Procedures**
- 5.3.1. All *Meetings* of the *Council*, the *Board*, the *Technical Coordinating Committee*, a *Sub-Council* or *Committee* are open to the public. On a *Majority* vote, *Members* may close all or part of a *Meeting* to anyone who is not a *Member*.
 - 5.3.2. All *Meetings* of the *Council*, the *Board*, the *Technical Coordinating Committee*, a *Sub-Council* or *Committee* will be conducted using Robert's Rules of Order, latest edition, as a guideline unless by resolution the *Council* adopts other rules of procedure.
 - 5.3.3. Notice of *Meetings* of the *Council*, the *Board*, the *Technical Coordinating Committee*, a *Sub-Council* or *Committee* shall be reasonable in the circumstances.
 - 5.3.4. Minutes shall be kept of all *Council*, *Board*, *Technical Coordinating Committee*, *Sub-Council* or *Committee Meetings*, and when approved, shall constitute the record of proceedings of those *Meetings*.
 - 5.3.5. Minutes of *Meetings* of the *Council*, the *Board*, the *Technical Coordinating Committee*, a *Sub-Council* or *Committee* shall be approved by the *Members* of that body at the next scheduled meeting of that body.

5.4. Meetings of the Board, the Technical Coordinating Committee, a Sub-Council or a Committee

- 5.4.1. A *Meeting* of the *Board*, the *Technical Coordinating Committee*, a *Sub-Council* or a *Committee* shall be held at the call of the respective chair or at the call of the respective vice-chair, in the chair's absence.
- 5.4.2. A *Meeting* of the *Board*, the *Technical Coordinating Committee*, a *Sub-Council* or *Committee* shall be called by the respective chair at the request of a quorum of *Members* of that respective body as defined in article 5.1 of these *Bylaws*.
- 5.4.3. A *Meeting* of the *Board* shall be held at least once every four (4) months and may be held more frequently as agreed to by the *Board*.
- 5.4.4. A *Meeting* of the *Technical Coordinating Committee*, a *Sub-Council* or *Committee* shall be held at least once each year.
- 5.4.5. Notice of each *Meeting* shall be sent by *Mail* to each *Member* of the *Board*, *Technical Coordinating Committee*, *Sub-Council* or *Committee*. The notice shall state the date, place, time and include the *Meeting* agenda.
- 5.4.6. A *Meeting* of the *Board*, the *Technical Coordinating Committee*, a *Sub-Council* or a *Committee* may take place in person or be held by electronic means, telephone, teleconference or other communication facilities that permit all persons participating in the meeting to hear each other.
- 5.4.7. Each *Meeting* shall be chaired by the respective chair of the *Board*, *Technical Coordinating Committee*, a *Sub-Council* or *Committee* or other *Member* designated or elected as an alternate to the chair.
- 5.4.8. Minutes of all Technical Coordinating Committee Meetings shall be circulated to the Board.

5.5. Annual General Meeting

- 5.5.1. The *Chair* shall call an *Annual General Meeting* of the *Council* for no later than the 30th of June of each calendar year.
- 5.5.2. Notice of the *Annual General Meeting* shall be sent by *Mail* to each *Member* of *Council* at least twenty-one (21) days before the meeting. This notice shall state the date, time, place and shall include the agenda.
- 5.5.3. The agenda shall include a report from the *Chair* on behalf of the *Board*, a report from the *CEO*, the Annual Report of the *Council* including audited financial statements, the business plan and the annual budget for the new year.

5.6. Special Meeting

- 5.6.1. A *Special Meeting* shall be called by the *Chair* by giving notice twenty-one (21) days in advance of the meeting.
- 5.6.2. A *Special Meeting* shall be called by the *Chair* at the request of a quorum of the *Members of Council*.

6. The Board

6.1. Board Members

- 6.1.1. The *Board* shall consist of a minimum of seven (7), and not more than fourteen (14), *Members* including the *Chair*.
- 6.1.2. The *Board* shall appoint *Board Members*, other than the *Chair*, in accordance with the *Act*, these *Bylaws* and *Council* policy.
- 6.1.3. The *Board* shall ensure persons with broad and relevant experience, which may include training and experience in legal matters, accounting/finance, human resources, and governance, as well as representatives of rural and urban municipalities nominated by the Alberta Association of Municipal Districts and Counties and Alberta Urban Municipalities Association, are appointed to the *Board* as *Members*.
- 6.1.4. The *CEO* and the chair of the *Technical Coordinating Committee* shall be ex-officio *Members* of the *Board*.

6.2. Duties and Powers of the Board

- 6.2.1. The *Board* shall be responsible and accountable for fulfilling all *Council* duties as set out in the *Act*, except the power to make *Bylaws*.
- 6.2.2. The *Board* shall:
 - 6.2.2.1. be responsible for the oversight of the *Council* in carrying out its mandate under the *Act*;
 - 6.2.2.2. ensure the *Council* implements good governance and accountability practices;
 - 6.2.2.3. be responsible to provide oversight and direction to the *Authority*;
 - 6.2.2.4. be accountable for compliance with the *Mandate and Roles Document*;
 - 6.2.2.5. develop a vision, mission, values and strategic plan for the *Council*;

- 6.2.2.6. submit to the *Minister* the recommendations of the *Technical Coordinating Committee* regarding the adoption of codes and standards for any thing, process or activity to which the *Act* applies. At the discretion of the *Board*, this authority may be delegated to the *Chair*;
- 6.2.2.7. establish in policy the matrices detailing the composition, required skills and experience for *Members* of the *Technical Coordinating Committee*, and all *Sub-Councils*;
- 6.2.2.8. consider the recommendations of a *Sub-Council* when making appointments to *Council*;
- 6.2.2.9. establish policies governing the practices and procedures applicable to appeals made to the *Council* under Part 5 of the *Act*;
- 6.2.2.10. determine the *Council's* corporate operational policies;
- 6.2.2.11. recommend levies for Ministerial approval pursuant to the *Act*;
- 6.2.2.12. establish fees pursuant to the *Act*;
- 6.2.2.13. review and approve the operating programs and policies of the *Council*;
- 6.2.2.14. consider and approve the annual operating and capital budgets, annual business plan and annual report of the *Council*;
- 6.2.2.15. pass resolutions for the conduct of the business and affairs of the *Council*;
- 6.2.2.16. ensure the *Council's* goals are in alignment with those of the Government of Alberta;
- 6.2.2.17. select, appoint, establish performance objectives for and monitor the performance of the *CEO* of the *Council* and determine the salary and benefits to be paid to the *CEO*; and
- 6.2.2.18. exercise such duties and powers as may be in the best interests of the *Council* and the law may allow.

6.3. Standing Committees of the Board

- 6.3.1. In accordance with the *Act* and these *Bylaws*, the *Board* may establish standing committees and may delegate powers and duties to any such *Committee*.

- 6.3.2. Each standing *Committee* of the *Board* has only those powers and duties explicitly delegated by the *Board*, which shall be detailed in the terms of reference for the standing *Committee*.
 - 6.3.3. The *Board* may review, amend or revoke any decision of a standing *Committee* of the *Board*.
 - 6.3.4. The *Chair* may appoint additional members to a standing *Committee* of the *Board* as required at any time. When the *Chair* does so, they will report those appointments to the *Board* at the next *Board Meeting* following the date of the appointment.
 - 6.3.5. The *Chair* and the *CEO* are ex-officio *Members* of all standing *Committees of the Board*.
 - 6.3.6. Each standing *Committee* of the *Board* established by the *Board* will be comprised of at least one *Board Member* and other person(s) with the requisite skills and experience outlined in the terms of reference-for that standing *Committee*.
 - 6.3.7. The chair of a standing *Committee* of the *Board* shall be a *Member* of the *Board*.
- 6.4. Officers of the Council**
- 6.4.1. The Officers of the *Council* are the *Chair*, the *Vice-Chair* and the *Secretary*.
 - 6.4.2. The *CEO* shall serve as *Secretary*.
 - 6.4.3. The *Vice-Chair* shall be elected by the *Board* at least every second year.
- 6.5. Duties of the Officers**
- 6.5.1. The *Chair*:
 - 6.5.1.1. supervises the affairs of the *Board*;
 - 6.5.1.2. when present, chairs *Meetings* of the *Council* and the *Board*;
 - 6.5.1.3. executes documents on behalf of the *Council* and the *Board*;
 - 6.5.1.4. is an ex-officio *Member* of the *Technical Coordinating Committee*, all *Sub-Councils* and all *Committees*;
 - 6.5.1.5. acts as spokesperson for the *Board* and the *Council*; and
 - 6.5.1.6. carries out other duties assigned by the *Board*.

6.5.2. The *Vice-Chair*

6.5.2.1. When the *Chair* is unable to perform their duties the *Vice-Chair* shall replace the *Chair* and perform all of the *Chair's* duties.

6.5.3. The *Secretary*:

6.5.3.1. shall serve as the recording *Secretary* of all *Meetings* of the *Board*, and *Technical Coordinating Committee*;

6.5.3.2. may designate an alternate to serve as recording *Secretary* of the *Board*, and *Technical Coordinating Committee*;

6.5.3.3. reports to and acts as advisor to the *Board*;

6.5.3.4. acts as advisor to all other *Council Committees*; and

6.5.3.5. carries out all responsibilities assigned by the *Board* or *Technical Coordinating Committee*.

7. Technical Coordinating Committee

7.1. Establishment

7.1.1. The *Technical Coordinating Committee* is established by these Bylaws.

7.1.2. The chair and vice-chair of the *Technical Coordinating Committee* shall be elected, a maximum of every two (2) years, from the *Members* of the *Technical Coordinating Committee* by the *Members* of the *Technical Coordinating Committee*.

7.2. Membership

7.2.1. The *Technical Coordinating Committee* shall include:

7.2.1.1. the chairs of the *Sub-Councils*; and

7.2.1.2. the *Chair* and *CEO* as ex-officio *Members*.

7.2.2. Membership of the *Technical Coordinating Committee* may include other *Members* of *Council* representing municipalities, educational institutes, business and labour.

7.2.3. If the chair of a *Sub-Council* is unable to attend a meeting of the *Technical Coordinating Committee*, another *Member* of that *Sub-Council* may stand in for the chair.

7.3. Duties and Powers of the Technical Coordinating Committee

7.3.1. The *Technical Coordinating Committee*:

- 7.3.1.1. may forward the codes and standards it has reviewed, altered or established to the *CEO* with a recommendation that the *Chair* submit them to the *Minister* for adoption;
- 7.3.1.2. may review, formulate and recommend classifications of certificates of competency and qualifications required of a person to hold a certificate of competency, and forward them to the *CEO* with a recommendation that they be approved by the *Board*; and
- 7.3.1.3. may review and formulate standards for accreditation, and forward them to the *CEO* with a recommendation that they be approved by the *Board*.

8. Sub-Councils

8.1. Establishment

- 8.1.1. The *Sub-Councils* established by the *Board* under section 16.1(3) of the *Act* are:
 - Amusement Rides;
 - Barrier Free;
 - Building;
 - Electrical;
 - Elevators;
 - Fire;
 - Gas;
 - Passenger Ropeways;
 - Plumbing; and
 - Pressure Equipment.
- 8.1.2. The chair and vice-chair(s) of a *Sub-Council* shall be elected, a maximum of every two (2) years, from the *Members* of the *Sub-Council* by the *Members* of the *Sub-Council*.
- 8.1.3. Membership of a *Sub-Council* shall include *Members* of *Council* who are expert in the discipline or purpose for which the *Sub-Council* was established, pursuant to the *Act*.

8.2. Duties and Powers of Sub-Councils

8.2.1. Each *Sub-Council*:

8.2.1.1. shall carry out any activities directed by the *Board*;

8.2.1.2. may review and make recommendations to the *Board* on its membership matrix to ensure it appropriately represents the various areas of the discipline or purpose for which it was established;

8.2.1.3. may recommend to the *CEO* that policies it has reviewed, altered or formulated be put in force by the *Board*; and

8.2.1.4. may recommend to the *Board* amendments to its membership matrix to appropriately represent the various areas of the discipline or purpose for which it was established.

8.2.2. A technical *Sub-Council*, in the discipline for which it was established:

8.2.2.1. may review and formulate policies for accreditation, certification and training;

8.2.2.2. may forward the codes and standards it has reviewed, altered or established to the *Technical Coordinating Committee* with a recommendation that they be forwarded to the *Chair* for submission to the *Minister* for adoption;

8.2.2.3. may review, formulate and recommend classifications of certificates of competency and qualifications required of a person to hold a certificate of competency, and forward them to the *Technical Coordinating Committee* with a recommendation that the *CEO* present them to the *Board* for approval; and

8.2.2.4. may review and formulate standards for accreditation, and forward them to the *Technical Coordinating Committee* with a recommendation that the *CEO* present them to the *Board* for approval.

8.2.3. A policy *Sub-Council*:

8.2.3.1. shall promote the principles for which it was established relating to any thing, process or activity to which the *Act* applies; and

- 8.2.3.2. shall-work with the *Technical Coordinating Committee* and technical *Sub-Councils* to ensure the purposes for which it was established are considered in all they do.

9. Working Groups

- 9.1. The *Council*, the *Board*, the *Technical Coordinating Committee* or a *Sub-Council* may establish working groups to advise it, as provided for in *Council* policy.

10. Remuneration and Reimbursement of Expenses of Members

- 10.1. The following *Members of Council* are eligible to receive remuneration:
- 10.1.1. *Board Members* including the *Chair*; and
 - 10.1.2. *Administrative Tribunal Members*.
- 10.2. Remuneration shall be in accordance with the Government of Alberta's *Committee Remuneration Order* as revised from time to time.
- 10.3. *Council Members* may claim reimbursement of expenses for attendance at *Meetings* in accordance with *Council* policy and Government of Alberta guidelines.

11. Appeals

11.1. Application of Bylaws

- 11.1.1. These *Bylaws* apply to the *Council's* appeal process, which includes any appeal, or stay pending appeal, made to the *Council* under Part 5 of the *Act*.

11.2. Appeals Process

- 11.2.1. The Principles of Natural Justice and Procedural Fairness apply to any appeal and request for a stay pending appeal made to the *Council*.
- 11.2.2. Appeal hearings are open to the public. However, on a *Majority* vote, the *Members* of an *Administrative Tribunal* may close all or part of an appeal hearing to anyone who is not either the appellant or the respondent.

11.3. The Coordinator of Appeals

- 11.3.1. The *Coordinator of Appeals* shall:
- 11.3.1.1. coordinate, manage and facilitate the appeal process, and requests for a stay pending appeal, in accordance with the *Act*, these *Bylaws* and *Council* policy;

- 11.3.1.2. serve as recorder during the appeal hearing; and
- 11.3.1.3. subject to the *Act*, these *Bylaws*, and *Council* policy, be empowered to do all such things, take all such steps, and engage in all such communications as may appear to the *Coordinator of Appeals* to be necessary to reasonably and efficiently fulfill this role.

- 11.3.2. The *Coordinator of Appeals* may designate a person(s) to carry out their duties and responsibilities established under these *Bylaws* and in *Council* policy.

11.4. Notice of Appeal

- 11.4.1. A notice of appeal of an order or written notice must be made to the *Council* by submitting a written request or by filing Notice of Appeal application form.
- 11.4.2. The written request or Notice of Appeal shall be signed by the appellant, and shall contain:
 - 11.4.2.1. a copy of the order or written notice being appealed;
 - 11.4.2.2. a concise statement setting out the grounds for appeal;
 - 11.4.2.3. contact information for the appellant (mail, telephone, and where applicable, e-mail address and facsimile); and
 - 11.4.2.4. the appropriate fee as set in *Council* policy.
- 11.4.3. The failure to comply with the requirement that the Notice of Appeal be signed by the appellant, or any of the requirements listed in article 11.4.2.2 or 11.4.2.4, may in the discretion of the *Administrative Tribunal*, be treated as irregularities, and provided there is eventual compliance prior to any hearing, the *Administrative Tribunal* may allow the appeal to be continued upon such terms and conditions as the *Administrative Tribunal* may impose.

11.5. Stay Pending Appeal

- 11.5.1. A request for a stay pending appeal will be processed by the *Coordinator of Appeals* in accordance with section 54 of the *Act* and *Council* policy.
- 11.5.2. A written request for a stay pending appeal must be made to the *Council* by the person, or their representative, on whom the order, or written notice, was served.

11.6. Review of an Application to Appeal

- 11.6.1. Upon receipt of a to notice of appeal, the *Coordinator of Appeals* shall review the information received, seek clarification as necessary from the appellant or respondent or direction from the *Administrative Tribunal*.
- 11.6.2. In the course of reviewing a notice of appeal, the *Coordinator of Appeals* may require any person with an interest in the appeal to produce written information of particulars concerning the matter being appealed by issuing a Notice to Appear to a witness and where appropriate, a Notice to Produce Documents.

11.7. Preliminary Matters

- 11.7.1. If a request for a stay pending appeal has been received, an appeal hearing will not be scheduled until that request has been considered and is complete.
- 11.7.2. If the *Coordinator of Appeals* determines that there are procedural and preliminary matters related to the appeal, and if so directed by the *Administrative Tribunal*, shall arrange for the hearing of any contested procedural matters on a preliminary basis.

11.8. Scheduling an Appeal Hearing

- 11.8.1. Upon the completion of any and all preliminary and procedural matters, and upon determining that the notice of appeal can proceed to an appeal hearing, the *Coordinator of Appeals* shall:
 - 11.8.1.1. assign the appeal to an *Administrative Tribunal* of the *Board*, the *Technical Coordinating Committee*, a *Sub-Council*, or a combination thereof, on behalf of the *Council* as a whole;
 - 11.8.1.2. arrange a time and a place, for the appeal to be heard and provide written notice of the hearing details to all parties at least five (5) working days in advance of the hearing; and
 - 11.8.1.3. request written confirmation of receipt of the written notice of the hearing.
- 11.8.2. The *Coordinator of Appeals* shall provide all parties with a copy of the material before the *Administrative Tribunal* in advance of the appeal hearing.

11.9. Abandonment of an Appeal

- 11.9.1. If the appellant fails to provide confirmation of receipt of the written notice of the hearing, and their attendance at the appeal hearing, the *Coordinator of Appeals* may determine an appeal to be abandoned and, if so, will provide written notice to the appellant and respondent accordingly.
- 11.9.2. An abandoned appeal may be reinstated by the *Coordinator of Appeals* within sixty (60) days of the abandonment upon written request from the appellant.
- 11.9.3. Written requests from an appellant to reinstate an appeal shall include reasons for the reinstatement.

11.10. Composition of the Administrative Tribunal

- 11.10.1. The *Administrative Tribunal* shall consist of not less than three *Members* with the knowledge and expertise necessary to reasonably decide the issue before it.
- 11.10.2. The chair of an *Administrative Tribunal* may be the chair of the *Technical Coordinating Committee* or a chair of a technical *Sub-Council*, or such other *Member* as the *Chair* may designate.

11.11. Appeal Hearing

- 11.11.1. When hearing an appeal, the *Administrative Tribunal* shall confirm the matter being heard is within its jurisdiction.
- 11.11.2. The *Administrative Tribunal* may request that additional information be provided from either the appellant or the respondent.
- 11.11.3. The *Administrative Tribunal* shall have the discretion, subject to considering any objection of the parties, to determine:
 - 11.11.3.1. the order and form in which evidence and arguments shall be presented;
 - 11.11.3.2. whether any new evidence will be allowed to be presented;
 - 11.11.3.3. whether any person, other than the parties to the hearing, has the right to be heard or to submit written argument; and
 - 11.11.3.4. where objections to process or requests for standing are received, to rule on those objections or requests.

11.11.4. The chair of the *Administrative Tribunal* shall:

11.11.4.1. ensure that at least one *Member* of the *Administrative Tribunal* or the *Coordinator of Appeals*, acting as recorder pursuant to article 11.3 of these *Bylaws* is empowered to administer Oaths/Solemn Affirmations;

11.11.4.2. ascertain there is no objection to the information before it for the purposes of hearing the appeal, and in the event of an objection, the chair will communicate the ruling of the *Administrative Tribunal* on that objection; and

11.11.4.3. communicate the ruling of the *Administrative Tribunal* on the admissibility of any evidence that may be presented at the hearing if the admissibility is placed in issue.

11.12. Adjournments

11.12.1. The *Administrative Tribunal* may adjourn or postpone a hearing at their sole discretion.

11.13. Evidence

11.13.1. The *Administrative Tribunal* is not bound by the laws of evidence applicable to judicial proceedings, but may accept oral, written or demonstrative evidence that, in its discretion, considers proper whether admissible in a court of law or not.

11.14. Failure to Appear or Provide Additional Information

11.14.1. If an appellant or respondent fails to appear for an appeal hearing, and appropriate notice was given, the *Administrative Tribunal* may dismiss the appeal or conduct the hearing in the absence of either party.

11.14.2. Where a witness is absent, the *Administrative Tribunal* shall inquire into the reason for the failure to attend and make a ruling as to whether or not to proceed in the absence of that witness.

11.14.3. In the event of a failure to appear or to produce additional information by any parties to an appeal, the *Administrative Tribunal* and the *Coordinator of Appeals* may seek to compel such appearance or production by judicial order.

11.15. Record of Proceedings

11.15.1. The *Administrative Tribunal* is not required to keep a written or other record of the oral evidence given at a hearing but shall make its decision in writing.

11.16. Decision

- 11.16.1. At the conclusion of a hearing, the *Administrative Tribunal* may make its decision at that time to be confirmed in writing, or reserve its decision and any decision made shall only be made by those *Members* who were actually present and heard all of the evidence.
- 11.16.2. A decision of an *Administrative Tribunal* is binding on the *Council*.
- 11.16.3. A decision of an *Administrative Tribunal* shall be a matter of public record.

11.17. Confidentiality

- 11.17.1. *Members* of an *Administrative Tribunal* shall maintain confidentiality regarding an appeal. The issuance of its decision is not a breach of confidentiality.

11.18. Expert Assistance

- 11.18.1. An *Administrative Tribunal* may obtain the services of technical advisers or experts as it may choose, to answer questions of a technical nature that members of the *Administrative Tribunal* may wish to put to them during the public portion of any appeal hearing.
- 11.18.2. The parties to an appeal will have an opportunity, if requested, to provide evidence or submissions addressing any information provided to the *Administrative Tribunal* by any such technical adviser or expert during an appeal hearing.

12. Indemnification

- 12.1. The *Council* shall, to the maximum extent permitted under the *Act* or otherwise by law, defend and indemnify a *Member* against all costs, charges and expenses, including any amount paid to settle an action or satisfy a judgment, reasonably incurred by the *Member* in respect of any civil, criminal or administrative action or proceeding to which the *Member* is made a party by reason of being a *Member*, provided that the *Member* was acting honestly and in good faith while exercising their powers and performing their duties under the *Act* and these *Bylaws*.

13. Review of the Bylaws

- 13.1. The *Board* shall conduct a comprehensive review of these *Bylaws* a maximum of every five (5) years.
- 13.2. The results of this review and any proposed amendments to the *Bylaws* will be brought forward to *Members* of *Council* for consideration at the *Annual General Meeting* in the year that the review is completed.

14. Amending the Bylaws

- 14.1. The *Bylaws* must be amended by special resolution at an *Annual General Meeting* or *Special Meeting* of the *Council*.
- 14.2. Written notice, including a copy of any proposed amendments shall be given to the *Members* at least twenty-one (21) days prior to the *Annual General Meeting* or *Special Meeting* during which the special resolution will be debated and voted on.
- 14.3. A two-thirds (2/3) vote of the *Members* present at the *Annual General Meeting* is required to amend the *Bylaws*.

15. Paramountcy

- 15.1. In any instance where these *Bylaws* are found to contradict, or be inconsistent with provisions of the *Act*, or the regulations, the *Act* or the regulations will prevail.

16. Invalidity of Any Provision of the Bylaws

- 16.1. The invalidity or unenforceability of any provision of the *Bylaws* shall not affect the validity or enforceability of the remaining provisions of the *Bylaws*.

17. Repeal Existing Bylaws

- 17.1. Following adoption of these *Bylaws* by the *Council* any previously adopted *Bylaws* are repealed and replaced by these *Bylaws*.